Federal City Performing Arts Association
Board of Directors Meeting Minutes

Wednesday, September 22, 1999
2801 M St., NW, Washington, DC

Present: Darrell Lewis, Fred Boykin, Jerry Carpenter, Jeff Peirce, Thom Gibb, Chip Heath, Kris Marshall, Joe Vignali, Gordon Tanner, Rich Spillane, Steve Herman, Gordon McGraw

Absent:

Staff: Greg Ruffer, John Perkins, and Tim George
Guests: Fiorito, Kyrus, Emory, Buhrman, Baker, Cruise

I. Call to Order
President Lewis called meeting to order at 7:05 PM.

II. Approval of Minutes
Peirce moves and McGraw seconds to approval of the minutes. Unanimously approved.

III. Membership Statement Proposal
Fiorito stated that the membership had not heard from the Board since the last group meeting, that much has been learned over the past months, and that we all have found that things could have been handled differently in relation to the Holloway termination. Fiorito proposed reconciliation and indicated that the story in the BLADE was a justification of Board actions with the reconciliation message being lost in the text. Herman expressed satisfaction with the BLADE article and indicated that the Board is improving communication, that members do have a forum for criticism, and expressed concern that new Board members cannot vote to approve a statement of reconciliation since they were not involved with the process. A suggestion was made that the Board, which was in office during that period, be asked to back a reconciliation statement. Gibb will lead the effort to create the language of the reconciliation and consult with previous members of the Board to get their feedback. The Board was already in agreement that the statement should be created. Vignali presented feedback from his email inquiry to those who sign protest letters. Twelve members out of 50 responded to the request for feedback. Lewis indicated that an official response was needed. Spillane asked how we would handle those who are waiting to return after they see how we handle the situation. "Membership rules will apply but all will be welcome", responded Ruffer. Herman indicated that the Board is not "stonewalling" the Chorus, that the Board was trying, and that the feedback should be a blue print to implement change, to create actions, and to change cultures.

IV. Finance Report
No written report was presented since there was basically no revenue to report yet and that the organization is basically operating with fixed expenses. The financial audit was progressing well and a draft audit would be ready for the next Board meeting.

Gibb moves the acceptance of the finance report, Vignali seconds. Unanimously approved.

The report presented in October will indicate the state of the organization for the first quarter. Budget review will begin in Oct. Tanner requests that all financial statements be available before the meeting to give adequate time for review.

IV. Operations Committee
Boykin lead the new operations meeting with 10 members in attendance. The group now comprises 8/9 committee chairs to facilitate the work processes. At the next meeting Chairs will be presenting formal written reports. The next meeting is scheduled for Nov. 15. Recommendations for Chairs of Merchandising, GALA Coordinator, and 20th

Anniversary Committees are still needed. Production meetings will be held for each concert. Vignali informed the Board of the information given during the Leadership event with respect to the GALA 2000 event. Lewis proposed that the Chorus set up payment plans for members.

V. *Music Division*

Interim Music Director Greg Ruffer presented the Music Report. Ruffer indicated that the music staff would be holding all sectional rehearsals. Scheduling issues with National City Christian Church was expressed; contact and working of final details for dress rehearsal and setup still need to be done. Ruffer asked that the Retreat focus on Choral movement.

Ruffer reported that PF has no consensus concerning the membership modifications and that consultation with the group should be held so that any modification could be suggested to better represent the group's attendance requirements. Lewis will meet to get that information.

Gibb moves to extend an invitation, not to exceed a fee of $150 for local or remote talent with a clear understanding of choral movement for the retreat. Vignali seconds. Heath recommends that there are several local people who would like to help. He had contact that Ruffer could call. **Unanimous in Favor.**

VI. *Executive Director Report*

Perkins reported that a database is now in place to track membership and donors. Rob Hensley will be the Fundraising Chair and is in process with several plans. A New Millennia donor program will be created. Capital Club membership event will take place in November. United Airlines will be consulted as an alternative to American Airlines for GALA travel. DC Arts and Humanities grant was announced – a matching grant of $7,500 will be given. Zebra design was awarded the design job for the Season Subscription brochure. Michael DePaula will be doing ad sales as contracted by the GMCW.

VII. *President's Report*

Peirce moves that a letter of invitation be sent to San Francisco Gay Men's Chorus to perform with us during the 20th Anniversary concert in 2000, Spillane seconds. Unanimous in Favor.

Lewis announced the new Capital Club leadership for the year. The mission of the Cap Club is changing and will be the support organization behind the Chorus but the major fundraiser event in the Spring will have to be driven by the Chorus.

VIII. *Old Business*

Discussion of Umbrella Organization Status:

A proposal is on the table for another group to join under FCPAA. Peirce stated that this is following on the momentum from last year and that it has great relevance for today. The umbrella structure will bolster the organization and will provide benefits of cross performances, advertising, representation in the community, and for grant applications because it will show a greater outreach to the gay community. There are several models for getting the umbrella organization and it will require some operational and financial changes. A group exemption model is being looked at wherein the organization will share our 501C3 status.

Herman insists that the proposal, that was begun last year, needs much more discussion and detail. Need to look into our liabilities. Perkins stated that it is now that the organization needs to decide where it wants to go and feels that there is dissent in the organization concerning the issue. Tanner indicated that there needs to be a better understanding about who will pay for such an examination of the joining – GMCW should not pay and FCPAA should help pay for legal counsel. Carpenter insists that the membership must be involved in this process and that the Board should not just decide without the expressed opinions of the membership being heard. There should be a community

meeting held to inform all parties and an official document will be created to present to the membership.

IX. ***New Business***

A. Vignali presented a status on the Director Search process.

B. Boykin presented a possible candidate to fill the open Board position. Carpenter suggested that the candidate present a bio and be present at the next meeting. The Board should know the candidate better.

X. Executive Session

Gibb moves that the Board enter into Executive Session, Heath seconds.
Discussions were held concerning personnel issues.
Gibb moves the end of the Executive Session, Peirce seconds.

XI. Adjournment

Peirce moves for adjournment, Vignali seconds, Unanimous in favor.

Respectfully submitted,
Jerry Carpenter -- Secretary, FCPAA